

FORWARD AIR CORP  
Form 8-K  
May 13, 2010

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 13, 2010 (May 11, 2010)

FORWARD AIR CORPORATION  
(Exact name of registrant as specified in its charter)

|   |  |   |
|---|--|---|
| Tennessee<br>(State or other<br>jurisdiction of<br>incorporation) | 000-22490<br>(Commission<br>File Number) | 62-1120025<br>(I.R.S.<br>Employer<br>Identification<br>No.) |
|---|--|---|

|   |                     |
|---|---------------------|
| 430 Airport Road<br>Greeneville,<br>Tennessee<br>(Address of<br>principal<br>executive offices) | 37745<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (423) 636-7000

Not Applicable  
(Former name or former address, if changed since last  
report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Edgar Filing: FORWARD AIR CORP - Form 8-K

- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

## SECTION 5 – CORPORATE GOVERNANCE AND MANAGEMENT

## Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 11, 2010, Forward Air Corporation (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”), at which the Company’s stockholders approved two proposals. The proposals are described in detail in the Proxy Statement.

## Proposal 1

The Company’s stockholders elected eight individuals to the Board of Directors as set forth below:

| Name                 | Votes For  | Votes Withheld | Broker Non-Votes |
|----------------------|------------|----------------|------------------|
| Bruce A. Campbell    | 25,269,680 | 334,733        | 1,382,688        |
| C. Robert Campbell   | 25,498,840 | 105,573        | 1,382,688        |
| Richard W. Hanselman | 25,516,171 | 88,242         | 1,382,688        |
| C. John Langley, Jr. | 25,500,409 | 104,004        | 1,382,688        |
| Tracy A. Leinbach    | 25,517,852 | 86,561         | 1,382,688        |
| G. Michael Lynch     | 25,517,221 | 87,192         | 1,382,688        |
| Ray A. Mundy         | 25,498,715 | 105,698        | 1,382,688        |
| Gary L. Paxton       | 25,517,326 | 87,087         | 1,382,688        |

## Proposal 2

The Company’s stockholders ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2010, as set forth below:

| Votes For  | Votes Against | Abstentions |
|------------|---------------|-------------|
| 26,850,249 | 124,321       | 12,531      |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 13, 2010

FORWARD AIR CORPORATION  
By: /s/ Rodney L. Bell  
Rodney L. Bell  
Senior Vice President, CFO and  
Treasurer

